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(Requestor's Name)

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(Business Entity Name)

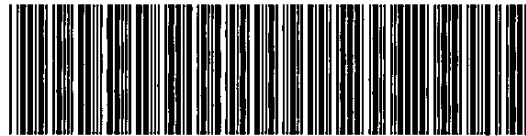
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 SEP 22 PM 1:36

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Elixir Films, Inc.

**DOCUMENT NUMBER:** P05000069191

*Amended/Restated*  
The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lauren M. Ilvento, Esq.

(Name of Contact Person)

The Draves Law Firm, P.A.

(Firm/ Company)

120 East Concord Street

(Address)

Orlando, Florida 32801

(City/ State and Zip Code)

For further information concerning this matter, please call:

Lauren M. Ilvento, Esq.

(Name of Contact Person)

at ( 407 ) 423-1183

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ELIXIR FILMS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 SEP 22 PM 1:36

**ELIXIR FILMS, INC.**, a corporation duly organized under the Florida Business Corporation Act, (the "Corporation") does hereby certify:

1. The current name of the Corporation is: **ELIXIR FILMS, INC.** The original Articles of Incorporation were filed with the Florida Secretary of State on May 10, 2005.
2. These Amended and Restated Articles of Incorporation restate and amend the provisions of the Corporation's Articles of Incorporation (the "Restated Articles"). The amendments and restatements herein set forth have been duly approved by the Shareholders in accordance with Chapter 607, Florida Statutes, on September 19, 2005.
3. The Articles of Incorporation of the Corporation are hereby amended and restated to read in their entirety as follows:

ARTICLE I-NAME

The name of the corporation shall be FLAT WORLD FILMS, INC.

ARTICLE II-PRINCIPAL OFFICE

The principal office of this Corporation shall be located at 12642 Lysterfield Court, Orlando, Florida 32873.

ARTICLE III-DATE OF EXISTENCE

This corporation shall exist perpetually, commencing on the date of filing of the Articles of Incorporation.

ARTICLE IV-INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE V-STOCK RESTRICTION AGREEMENTS

Agreements among this Corporation's shareholders or between this Corporation and its shareholders may include the following as valid matters of contract: (1) reasonable restrictions upon the transferability or assignment of the shares of stock of this Corporation; (2) obligations, or first refusal rights, to redeem or purchase shares of stock of this Corporation prior to a transfer or assignment of such shares of stock of this Corporation; provided, however, that such agreements shall be made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. The Board of Directors is specifically authorized to approve agreements between this Corporation and its shareholders made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. Copies of any stock restriction agreement between this Corporation and its shareholders shall be maintained at the principal office of this Corporation.

#### ARTICLE VI-CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred thousand (100,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

#### ARTICLE VII-INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The registered office of this Corporation in the State of Florida is 120 E. Concord Street, Orlando, Florida 32801. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the registered agent of this Corporation at that address is Donna L. Draves, Esq. The Board of Directors may from time to time designate a new registered agent.

#### ARTICLE VIII-INCORPORATOR

The name and address of the Incorporator of this Corporation was:

STACEY J. DRIER  
12642 Lysterfield Court  
Orlando, Florida 32873

#### ARTICLE IX-INITIAL BOARD OF DIRECTORS

A. The initial number of directors of this Corporation shall be one (1). The initial director is:

STACEY J. DRIER  
12642 Lysterfield Court  
Orlando, Florida 32873

B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

ARTICLE X-NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or of any other state, country, territory or nation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 19 day of September, 2006.

  
STACEY J. DRIER

The date of each amendment(s) adoption: September 19, 2006

Effective date if applicable: September 19, 2006  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.


☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by  
\_\_\_\_\_"  
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Stacey J. Drier

(Typed or printed name of person signing)

President

(Title of person signing)

**FILING FEE: \$35**